

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

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In re: :
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THE FINANCIAL OVERSIGHT AND :
MANAGEMENT BOARD FOR PUERTO RICO, : PROMESA
 : Title III
as representative of :
 : Case No. 17-BK-3283 (LTS)
THE COMMONWEALTH OF PUERTO RICO *et al.*, :
 : (Jointly Administered)
Debtors.¹ :
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**URGENT MOTION OF OFFICIAL COMMITTEE OF UNSECURED CREDITORS TO
FILE UNDER SEAL UNREDACTED MOTION FOR ORDER AUTHORIZING
COMMITTEE TO PURSUE CERTAIN CAUSES OF ACTION ON BEHALF OF
COMMONWEALTH AND GRANTING RELATED RELIEF**

¹ The Debtors in these Title III cases, along with each Debtor's respective Title III case number listed as a bankruptcy case number due to software limitations and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283 (LTS)) (Last Four Digits of Federal Tax ID: 3481), (ii) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17-BK-3566 (LTS)) (Last Four Digits of Federal Tax ID: 9686), (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17-BK-3567 (LTS)) (Last Four Digits of Federal Tax ID: 3808), (iv) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17-BK-3284 (LTS)) (Last Four Digits of Federal Tax ID: 8474), and (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17-4780 (LTS)) (Last Four Digits of Federal Tax ID: 3747).

To the Honorable United States District Judge Laura Taylor Swain:

The Official Committee of Unsecured Creditors of all title III debtors (other than COFINA) (the “Committee”) submits this *Urgent Motion of Official Committee of Unsecured Creditors to File Under Seal Unredacted Motion for Order Authorizing Committee to Pursue Certain Causes of Action on Behalf of Commonwealth and Granting Related Relief* (the “Motion to Seal”), and hereby states as follows:

RELIEF REQUESTED

1. The Committee has already filed a public, partially-redacted version of its *Motion for Order Authorizing Committee to Pursue Certain Causes of Action on Behalf of Commonwealth and Granting Related Relief* [Docket No. 6325] (the “Motion”). This Motion to Seal seeks the Court’s permission to file the full, unredacted version of the Motion under seal to prevent the public disclosure of certain confidential information relating to the ongoing investigations of the Committee and the Financial Oversight and Management Board for Puerto Rico (the “Oversight Board”) into potential avoidance actions and other causes of action that may be pursued on behalf of the Debtors.

JURISDICTION AND VENUE

2. The United States District Court for the District of Puerto Rico has subject matter jurisdiction over this matter pursuant to section 306(a) of PROMESA. Venue is proper pursuant to section 307(a) of PROMESA.

3. The statutory basis for the relief requested herein is found in sections 105(a) of the Bankruptcy Code and Bankruptcy Rule 9018, made applicable to the title III cases by sections 301(a) and 310 of PROMESA, and Local Rule 9018-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the District of Puerto Rico (the “Local Rules”).

BASIS FOR RELIEF REQUESTED

4. On April 17, 2019, the Committee filed a public, partially-redacted version of the Motion. The Motion asks the Court to appoint the Committee as trustee and otherwise confer standing upon it to pursue on the Debtors' behalf certain causes of action against underwriters, advisors, and other third parties that participated in Puerto Rico's bond issuances in the years leading to its fiscal crisis. In seeking this relief, the Committee outlines in the Motion a number of reasons why it should be permitted to pursue these causes of action, including that the causes of action are meritorious and valuable and that the Oversight Board has unjustifiably refused to pursue them.

5. In the course of making its arguments in the Motion, the Committee discusses and refers to certain confidential information concerning the Committee's and the Oversight Board's ongoing investigations. This information includes, but is not limited to, correspondence and analyses concerning the investigation of potential causes of action and the preparation and commencement of litigation against certain defendants. All of this information is confidential and legally sensitive. Some of it is subject to an express agreement on confidentiality by and among the Committee, the Oversight Board, and its Special Claims Committee.

6. All confidential information has been redacted from the version of the Motion filed on the public docket. If disclosed to the public, this information may be harmful to the legal, strategic, and economic interests of the Debtors, the Oversight Board and the Committee. As such, to protect these interests, and to comply with the parties' agreement on confidentiality, the Committee believes that the full, unredacted version of the Motion should be kept under seal—with access restricted to counsel for the Committee, the Oversight Board, and the Special Claims Committee. The redacted version may continue to be available in the public file.

7. The Committee accordingly requests that the Court grant the Motion to Seal and allow the Committee to file under seal the full, unredacted version of the Motion. *See* FED. R. BANKR. P. 9018 (the court may “make any order which justice requires” in order to, among other things, “protect the estate or any entity in respect of a trade secret or other confidential research, development, or commercial information” or to “protect governmental matters that are made confidential by statute or regulation”).

NOTICE

8. Counsel for the Committee has conferred with counsel for the Oversight Board’s Special Claims Committee by describing (i) the types of redactions that the Committee has made to the Motion and (ii) the relief being sought in the Motion to Seal. The Special Claims Committee indicated that it has no objection.¹

CERTIFICATION

9. Pursuant to Local Rule 9013-1 and paragraph I.H of the Eighth Amended Case Management Procedures [Docket No. 4866-1], the Committee hereby certifies that it has (a) carefully examined the matter and concluded that there is a true need for an urgent hearing; (b) not created the urgency through a lack of due diligence; (c) made a bona fide effort to resolve the matter without a hearing; (d) made reasonable, good faith communications in an effort to resolve or narrow the issues being brought to the court; and (e) conferred with the parties, who do not oppose the relief requested herein.

CONCLUSION

10. For the reasons stated above, the Committee requests that the Court grant the Motion to Seal and permit the filing of the full, unredacted version of the Motion under seal,

¹ Time did not permit the Committee to share a draft of the Motion (redacted or unredacted) with the Special Claims Committee or the Oversight Board prior to its filing.

restricting access to counsel for the Committee, the Oversight Board, and the Oversight Board's Special Claims Committee.

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WHEREFORE, the Committee respectfully requests that this Court enter an order, substantially in the form attached hereto as **Exhibit A**, granting the relief requested herein, and granting the Committee such other relief as this Court deems just and proper.

Dated: April 17, 2019

/s/ Luc A. Despins

PAUL HASTINGS LLP

Luc. A. Despins, Esq. (*Pro Hac Vice*)

Nicholas A. Bassett, Esq. (*Pro Hac Vice*)

G. Alexander Bongartz, Esq. (*Pro Hac Vice*)

200 Park Avenue

New York, New York 10166

Telephone: (212) 318-6000

lucdespins@paulhastings.com

nicholasbassett@paulhastings.com

alexbongartz@paulhastings.com

Counsel to the Official Committee of Unsecured Creditors

- and -

/s/ Juan J. Casillas Ayala

CASILLAS, SANTIAGO & TORRES LLC

Juan J. Casillas Ayala, Esq., USDC - PR 218312

Diana M. Battle-Barasorda, Esq., USDC - PR 213103

Alberto J. E. Añeses Negrón, Esq., USDC - PR 302710

Ericka C. Montull-Novoa, Esq., USDC - PR 230601

El Caribe Office Building

53 Palmeras Street, Ste. 1601

San Juan, Puerto Rico 00901-2419

Telephone: (787) 523-3434

jasillas@cstlawpr.com

dbattle@cstlawpr.com

aaneses@cstlawpr.com

emontull@cstlawpr.com

Local Counsel to the Official Committee of Unsecured Creditors